

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF IOWA**

|  |   |
|--|---|
| IN RE:   | Chapter 11  |
| MERCY HOSPITAL, IOWA CITY, IOWA, <i>et al.</i> , | Case No. 23-00623 (TJC)                               |
| Debtors.   | Jointly Administered                                  |
|  | <b>Objection Deadline: 06/ 7/2024 at 4:00 pm (CT)</b> |

**SUMMARY OF THIRD FEE APPLICATION OF DAY RETTIG MARTIN, P.C. AS  
COUNSEL TO THE OFFICIAL COMMITTEE OF PENSIONERS FOR ALLOWANCE  
OF COMPENSATION AND REMIMBURMENT OF EXPENSES FOR THE PERIOD  
FROM JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Name of Applicant: Day Rettig Martin, P.C.

Authorized to Provide Professional Services to: Official Committee of Pensioners

Date of Retention: November 4, 2023

Date of Order Authorizing Retention: November 13, 2023, Doc. 506

Period for which Compensation and Reimbursement is Sought: January 1, 2024 through January 31, 2024

Amount of Compensation Sought as Actual, Reasonable and Necessary: \$20,682.00 (80% of \$25,852.50)

Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary: \$0.00

Application Type: Monthly

**SUMMARY OF DAY RETTIG MARTIN, P.C. APPLICATIONS FOR COMPENSATION**

| Application | Date Filed | Period Covered      | Requested Fees                    | Requested Expenses | Fees & Expenses Paid to Date |
|-------------|------------|---------------------|-----------------------------------|--------------------|------------------------------|
| First       | 04/15/24   | 11/04/23 – 11/30/23 | \$20,544.00<br>(80% of 25,680.00) | \$0.00             | \$20,544.00                  |
| Second      | 04/15/24   | 12/01/23 – 12/31/23 | \$16,902.00<br>(80% of 21,127.50) | \$70.74            | \$16,972.74                  |

|       |          |                        |                                   |        |  |
|-------|----------|------------------------|-----------------------------------|--------|--|
| Third | 05/24/24 | 01/01/24 –<br>01/31/24 | \$20,682.00<br>(80% of 25,852.50) | \$0.00 |  |
|-------|----------|------------------------|-----------------------------------|--------|--|

**SUMMARY OF BILLING BY PROFESSIONALS  
JANUARY 1, 2024 – JANUARY 31, 2024**

| <b>Name of Professional</b> | <b>Position, Department, Year of Bar Admission</b> | <b>Hourly Billing Rate</b> | <b>Total Billed Hours</b> | <b>Total Compensation</b>         |
|-----------------------------|--|----------------------------|---------------------------|-----------------------------------|
| Paula L. Roby               | Shareholder, Bankruptcy<br>Bar Admission: 1999     | \$375.00                   | 67.3                      | \$20,190.00<br>(80% of 25,237.50) |
| Ashley N. Sharp             | Paralegal  | \$150.00                   | 0.7                       | \$84.00<br>(80% of 105.00)        |
| Julie G. Quist              | Paralegal  | \$150.00                   | 3.4                       | \$408.00<br>(80% of 510.00)       |
| TOTALS:                     |  |                            | 71.4                      | \$20,682.00<br>(80% of 25,477.50) |

**COMPENSATION BY PROJECT CATEGORY  
JANUARY 1, 2024 – JANUARY 31, 2024**

| <b>Project Category</b>                           | <b>Total Hours</b> | <b>Total Fees</b> |
|---|--------------------|-------------------|
| A. Asset Analysis and Recovery                    | 0.0                | \$0.00            |
| B. Case Administration                            | 7.9                | \$2,647.50        |
| C. Court Hearings                                 | 7.3                | \$2,737.50        |
| D. Employment and Fee Applications                | 3.1                | \$555.00          |
| E. Litigation                                     | 0.0                | N/A               |
| F. Litigation Planning                            | 0.0                | N/A               |
| G. Meetings and Communications with Professionals | 30.6               | \$11,475.00       |
| H. Pension Analysis                               | 7.0                | \$2,625.00        |
| I. Plan and Disclosures Statement                 | 6.1                | \$2,287.50        |
| J. Review Pleadings                               | 9.4                | \$3,525.00        |
| K. Other Contested Matters                        | 0.0                | N/A               |

|                           |      |             |
|---------------------------|------|-------------|
| L. Travel (billed at 50%) | 0.0  | \$0.0       |
| TOTALS:                   | 71.4 | \$25,852.50 |

**EXPENSE SUMMARY  
JANUARY 1, 2024 – JANUARY 31, 2024**

| Expense Category | Service Provider<br>(if applicable) | Total Expenses |
|------------------|-------------------------------------|----------------|
| N/A              |                                     | \$0.00         |
| TOTALS:          | 0.00                                | \$0.00         |

Day Rettig Martin, P.C. (the “Applicant” or “DRM”), counsel to the Official Committee of Pensioners (the “Pensioners Committee”) in the above-captioned chapter 11 case (the “Chapter 11 Case”), hereby applies (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the Court’s *Order Establishing Procedures for Interim Compensation And Reimbursement of Expenses of Professionals* (Doc. 224) (the “Interim Compensation Order”), for allowance of compensation for services rendered and reimbursement of expenses for the period from **January 1, 2024** through **January 31, 2024** (the “Application Period”), and respectfully represents as follows:

1. The Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b).
2. Venue of the Chapter 11 Case and this Application in this District is proper under 28 U.S.C. §§ 1408 and 1409.
3. The legal predicates for the relief requested herein are Bankruptcy Code sections 330 and 331, Bankruptcy Rule 2016, and the Interim Compensation Order.

## **BACKGROUND**

### **A. Formation of the Official Committee of Pensioners**

4. On August 7, 2023, (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the Northern District of Iowa (the “Court”) commencing these bankruptcy cases.

5. On September 13, 2023, Paula L. Roby of DRM appeared for a group of Mercy Pensioners (Doc. 212) and on October 4, 2023, for the Mercy Pensioners Ad-Hoc Committee (Doc. 332).

6. On October 18, 2023, counsel for the Mercy Pensioners Ad-Hoc Committee filed a Motion to Establish an Official Committee of Pensioners Under 11 U.S.C. § 1102 (a)(2) (Doc. 385). A hearing on the Motion was held October 27, 2023, and the Motion was granted November 3, 2023 (Doc. 451). The following day, eight members of the Mercy Pensioners Ad-Hoc Committee were appointed to serve as the Official Committee of Pensioners (the “Pensioners Committee”) (Doc. 458).

### **B. The Retention of Day Rettig Martin, P.C.**

7. On November 8, 2023, the Pensioners Committee applied to the Court (Doc. 479) (the “DRM Application”) for an order authorizing it to retain and employ DRM as their counsel, effective as of November 4, 2023. On November 13, 2023, the Court entered an order authorizing such retention (Doc. 506).

## **RELIEF REQUESTED**

8. All services for which compensation is requested were performed for or on behalf of the Pensioners Committee. During the compensation period, DRM received no payment and no promises of payment from any source other than the Debtors for services to be rendered in any



capacity in connection with the matters covered by this Application. There is no agreement or understanding between DRM and any other person, other than members of DRM for sharing of any compensation to be received for services rendered in the Chapter 11 Case.

9. Pursuant to the Interim Compensation Order and Bankruptcy Code section 331, DRM is seeking compensation in the amount of \$20,682.00, which is equal to eighty percent (80%) of the \$25,852.50 in fees for professional services rendered by DRM during the Application Period. This amount is derived solely from the applicable hourly billing rates of DRM's personnel who rendered services to the Debtors. In addition, DRM incurred \$0.00 in out-of-pocket expenses during the Application Period.

#### **A. Compensation Requested**

10. Attached hereto as **Exhibit A** is a detailed itemization, by project category, of all services performed by DRM with respect to the Chapter 11 Case during the Application Period. This detailed itemization complies with the Interim Compensation Order and the Bankruptcy Code in that each time entry contains a separate time allotment, a description of the type of activity, and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

11. The attorney(s) and paraprofessional(s) who rendered services related to each project category are identified in **Exhibit A**, along with the number of hours for each individual and the total compensation sought for each category.

*Remainder of page left intentionally blank.*

## **B. Expense Reimbursement**

12. DRM incurred out-of-pocket expenses during the Application Period in the amount of \$0.00. Descriptions of the expenses actually occurred are identified in **Exhibit A** in relation to each project category. The expenses are broken down into categories of charges.

13. DRM provided a wide array of legal services to the Pensioners Committee. The services rendered by DRM are separated by project category and are more fully described in the Summary of Services by Project spreadsheet attached to this Application as **Exhibit B**.

## **CONCLUSION**

14. DRM believes that the time entries, rates, and expenses included in **Exhibit A** are reasonable, customary, and in compliance with the requirements of the Bankruptcy Code and the Interim Compensation Order.

15. DRM reserves the right to correct, amend, or supplement this Application, including, without limitation, to seek payment in the event this Application is not approved in full.

**WHEREFORE**, DRM respectfully requests that the Court enter an order: (i) awarding DRM allowance of (a) eighty percent (80%) of the fees for the Application Period in the amount of \$20,682.00; and (b) the reimbursement of one-hundred percent (100%) of the actual and necessary expenses DRM incurred during the Application Period in the amount of \$0.00; (ii) authorizing and directing the Debtors to pay DRM \$20,682.00, representing the total amount owed for the Application Period; and (iii) granting such other relief as is just and proper.

*Remainder of page left intentionally blank.*

Dated: May 24, 2024

Respectfully submitted,  
DAY RETTIG MARTIN, P.C.

/s/ Paula L. Roby

Paula L. Roby AT0006749

Telephone: (319) 365-0437

FAX: (319) 365-5866

E-mail: paula@drpjlw.com

ATTORNEY FOR THE  
OFFICIAL COMMITTEE OF PENSIONERS

### **Certificate of Service**

The undersigned certifies, under penalty of perjury, that on this May 24, 2024, the foregoing document was electronically filed with the Clerk of Court using the Northern District of Iowa CM/ECF and the document was served electronically through the CM/ECF system to the parties of this case.

/s/ Julie G. Quist

**Day Rettig Martin, P.C.**

150 1st Avenue NE Suite 415

P. O. Box 2877

Cedar Rapids IA 52406-2877

Phone: 319-365-0437 Fax: 319-365-5866

Mercy Pensioners Committee

Statement Date: May 23, 2024

Statement No. 123268

Account No. 100082.01

Page: 1

Fees

|            |     |   | Rate   | Hours |        |
|------------|-----|---|--------|-------|--------|
| 01/03/2024 | PLR | E-mail with Attorney Roy Leaf regarding updates; telephone call regarding same.   | 375.00 | 0.20  | 75.00  |
|            | PLR | Receive and review update on Financial Advisors call.   | 375.00 | 0.20  | 75.00  |
| 01/05/2024 | PLR | Telephone call with Attorney Roy Leaf regarding pending pension matters, including future Administrator.  | 375.00 | 0.30  | 112.50 |
|            | PLR | Receive and review Notice of Ordinary Course payments.  | 375.00 | 0.20  | 75.00  |
| 01/06/2024 | PLR | Review and approve correspondence from Official Committee of Pensioners to all pensioners (0.3); telephone call with Committee member Jodi Gunn (0.2).  | 375.00 | 0.50  | 187.50 |
| 01/08/2024 | JGQ | Begin draft of Application to Employ HBM Management Associates (Marc Ross) as Financial Advisor for Official Committee of Pensioners.   | 150.00 | 0.40  | 60.00  |
|            | PLR | Phone call with Marc Ross regarding proposed Waterfall.   | 375.00 | 0.40  | 150.00 |
|            | PLR | Receive and review historical pension funding numbers.  | 375.00 | 0.60  | 225.00 |
|            | PLR | E-mail with Attorney Roy Leaf regarding scheduling a meeting.   | 375.00 | 0.10  | 37.50  |
|            | PLR | Attention to questions from a pensioner forwarded by the Official Committee of Pensioners (0.5); correspondence with Committee regarding a response (0.4).  | 375.00 | 0.90  | 337.50 |
|            | PLR | Correspondence regarding pension census and discrepancies.  | 375.00 | 0.60  | 225.00 |
|            | PLR | Receive and review Debtors' Exhibit List (0.5), UCC's Exhibit List (0.5), and Bondholders' Exhibit List (0.5).  | 375.00 | 1.50  | 562.50 |
|            | PLR | Review of documents, determination regarding filing of Official Committee of Pensioners' Witness & Exhibit List.  | 375.00 | 0.80  | 300.00 |
| 01/09/2024 | PLR | E-mail with Marc Ross regarding upcoming hearing.   | 375.00 | 0.30  | 112.50 |
|            | PLR | Email with Attorney Dan Simon regarding Altera.   | 375.00 | 0.20  | 75.00  |
|            | PLR | Receive and review correspondence between Debtor and Altera.  | 375.00 | 0.50  | 187.50 |
| 01/10/2024 | JGQ | Finish draft of Application to Employ HBM Management Associates, proposed Order, and Declaration of Disinterestedness; send same to Attorney Paula Roby and to Marc Ross for review and signature; contact Bankruptcy Clerk regarding same. | 150.00 | 1.50  | 225.00 |



Statement Date: 05/23/2024  
Statement No. 123268  
Account No. 100082.0

Mercy Pensioners Committee

|            |     |   | Rate   | Hours |        |
|------------|-----|---|--------|-------|--------|
|            | PLR | Prepare for and participate in conference call with Marc Ross and Pensioners Committee (1.3); follow up call with Marc Ross post-meeting (0.3)  | 375.00 | 1.60  | 600.00 |
|            | PLR | Correspondence with Attorney Roy Leaf regarding documents still needed (0.3); correspondence with Official Committee of Pensioners regarding same (0.4).  | 375.00 | 0.70  | 262.50 |
|            | PLR | Review and approve for filing Application to Employ HBM as Financial Advisor for Official Committee of Pensioners.  | 375.00 | 0.40  | 150.00 |
| 01/11/2024 | JGQ | Receive and review Marc Ross' edits to Application to Employ HBM Management Associates, proposed Order, and Declaration of Disinterestedness; send to Attorney Paula Roby for final review; finalize.   | 150.00 | 0.30  | 45.00  |
|            | PLR | Receive and review Notice of Proposed Use, Sale or Lease of Property Outside of the Normal Course of Business Revised Cure Costs; and Motion for Entry of an Order Authorizing and Directing the Distribution of Proceeds from the Sale of the Debtors' Assets. | 375.00 | 1.20  | 450.00 |
|            | PLR | Receive and review correspondence from Altera regarding disputed issues.  | 375.00 | 0.20  | 75.00  |
|            | PLR | Telephone call with Attorney Roy Leaf regarding Altera.   | 375.00 | 0.30  | 112.50 |
|            | PLR | Correspondence with Attorney Megan Preusker regarding Sale Proceeds Distribution issues (0.3); review proposed language regarding same (0.3).   | 375.00 | 0.60  | 225.00 |
|            | PLR | Telephone call with Official Committee of Pensioners regarding case status and upcoming hearing (0.4); receive and review correspondence to pensioners from the Committee (0.2); receive and review responses from pensioners (0.5).                            | 375.00 | 1.10  | 412.50 |
| 01/12/2024 | PLR | Receive and review Notice of Hearing regarding Motion for Entry of an Order Authorizing and Directing the Distribution of Proceeds from the Sale of the Debtors' Assets.  | 375.00 | 0.10  | 37.50  |
|            | PLR | Receive and review Motion to Sell regarding Altera.   | 375.00 | 0.20  | 75.00  |
|            | PLR | Receive and review Objection by Debtors to Altera Motion (0.3); receive and review correspondence from Attorney Roy Leaf with attached Proposed Orders (0.4); attention to Altera negotiation status (0.3).   | 375.00 | 1.00  | 375.00 |
|            | PLR | Receive and review Motion to Compel Contractual Performance Under Altera Agreement (0.4); work on Pensioners' Position Statement (1.3).   | 375.00 | 1.70  | 637.50 |
|            | PLR | Receive and review several objections to Motion to Sell.  | 375.00 | 1.30  | 487.50 |
|            | PLR | Receive and review Ombudsman Report.  | 375.00 | 0.20  | 75.00  |
| 01/14/2024 | PLR | Receive and review correspondence from Attorney Carroll regarding ongoing Altera dispute.   | 375.00 | 0.30  | 112.50 |
|            | PLR | Attention to Discovery requests from Altera.  | 375.00 | 0.20  | 75.00  |
|            | PLR | Correspondence from Jim Porter regarding budgeting.   | 375.00 | 0.20  | 75.00  |
| 01/15/2024 | JGQ | Request, receive, review signed Declaration of Disinterestness of Marc Ross; finalize and file same with Application to Employ HBM Management as Financial Advisor for Official Committee of Pensioners with the Court; submit to the Court.                    | 150.00 | 0.50  | 75.00  |

Statement Date: 05/23/2024  
Statement No. 123268  
Account No. 100082.0

Mercy Pensioners Committee

|            |     |  | Rate   | Hours |          |
|------------|-----|--|--------|-------|----------|
|            | PLR | Phone call with Marc Ross regarding Waterfall and planning.  | 375.00 | 0.50  | 187.50   |
| 01/16/2024 | JGQ | Draft e-mail to Pensioners containing Zoom meeting information; prepare documents for meeting.   | 150.00 | 0.20  | 30.00    |
|            | PLR | Meet with Marc Ross regarding Plan and next steps.   | 375.00 | 2.60  | 975.00   |
|            | PLR | Participate in Mercy Pensioners Committee meeting.   | 375.00 | 2.00  | 750.00   |
|            | PLR | Receive and review Notice of Continuation of Hearing of Final Cash Collateral Order and Revised Notice of January 22, 2024 Hearing.  | 375.00 | 0.10  | 37.50    |
|            | PLR | Receive and review correspondence from Attorney Roy Leaf regarding Progressive Physical Therapy Sale with attached Purchase Agreement.   | 375.00 | 0.70  | 262.50   |
|            | PLR | Receive and review Altera's Witness & Exhibit List (0.3); correspondence with Attorney Larry Eide regarding undisclosed exhibits (0.4); attention to Notice Setting Hearing (0.1). | 375.00 | 0.80  | 300.00   |
|            | PLR | Receive and review Debtors' draft Plan estimates.  | 375.00 | 1.30  | 487.50   |
|            | PLR | Receive and review Notice of Continuation regarding Cash Collateral.   | 375.00 | 0.20  | 75.00    |
|            | PLR | Receive and review correspondence with Attorney Carroll regarding requested documents.   | 375.00 | 0.40  | 150.00   |
|            | PLR | Receive and review Order Limiting Notice.  | 375.00 | 0.10  | 37.50    |
| 01/17/2024 | ANS | Download and review all Proofs of Claim for Attorney Paula Roby.   | 150.00 | 0.70  | 105.00   |
|            | JGQ | Prepare documents for meeting with Attorney Paula Roby and Marc Ross.  | 150.00 | 0.50  | 75.00    |
|            | PLR | Meet with Marc Ross and Attorney Roy Leaf regarding Plan.  | 375.00 | 1.90  | 712.50   |
|            | PLR | Receive and review Notice of Hearing regarding Motion for Use of Cash Collateral.  | 375.00 | 0.20  | 75.00    |
|            | PLR | Draft Plan from Bondholder Representatives (1.9); telephone call with Marc Ross regarding same (0.4); make revisions to the Draft (1.7).   | 375.00 | 4.00  | 1,500.00 |
|            | PLR | Correspondence with Attorney Roy Leaf regarding Exclusivity Motion and Objection thereto continuing Hearing.   | 375.00 | 0.20  | 75.00    |
| 01/18/2024 | PLR | Telephone call with Marc Ross regarding Financial Advisor update call.   | 375.00 | 0.60  | 225.00   |
|            | PLR | Telephone call with Attorneys Roy Leaf and Dan Simon regarding upcoming hearing on Altera.   | 375.00 | 0.50  | 187.50   |
|            | PLR | Receive and review Order on Application to Employ HBM Management (0.1); telephone call with Marc Ross regarding same and Plan issues (0.4).  | 375.00 | 0.50  | 187.50   |
| 01/19/2024 | PLR | Prepare for and participate in conference call with Marc Ross and Bondholder Professionals regarding proposed Plan and the 01/22/24 hearing.                                       | 375.00 | 1.10  | 412.50   |
|            | PLR | Telephone call with Attorneys Andrew Sherman and Robert Gainer regarding Proposed Plan and unsecured creditor issues.  | 375.00 | 0.50  | 187.50   |
|            | PLR | Telephone call with Attorneys Roy Leaf and Dan Simon regarding Altera.   | 375.00 | 0.50  | 187.50   |
|            | PLR | Receive and review correspondence from Attorney Roy Leaf regarding Proposed Orders, including attachments.   | 375.00 | 0.20  | 75.00    |

Statement Date: 05/23/2024  
Statement No. 123268  
Account No. 100082.0

Mercy Pensioners Committee

|            |     |  | Rate   | Hours |          |
|------------|-----|--|--------|-------|----------|
|            | PLR | Receive and review Motion to Continue Exclusivity Hearing (0.1), Motion to Sell (0.2), and Order regarding same (0.1).   | 375.00 | 0.40  | 150.00   |
|            | PLR | Correspondence with Altera attorneys regarding additional documents requested.   | 375.00 | 0.40  | 150.00   |
|            | PLR | Prepare for Hearing.   | 375.00 | 2.10  | 787.50   |
| 01/20/2024 | PLR | Continue preparations for Hearing, including witness exam outlines, and Altera issues.   | 375.00 | 1.40  | 525.00   |
| 01/21/2024 | PLR | Phone call with Marc Ross regarding Plan and Altera Settlement.  | 375.00 | 0.30  | 112.50   |
|            | PLR | Receive and review e-mail from Attorney Dan Simon regarding Altera Settlement Agreement (0.4); correspondence with Marc Ross regarding Settlement Hearing (0.3).   | 375.00 | 0.70  | 262.50   |
| 01/22/2024 | PLR | Prepare for and attend Hearing on Cash Management Motion, Objection to Sale Order and other Motions.   | 375.00 | 3.00  | 1,125.00 |
|            | PLR | Meeting with Marc Ross regarding next steps, administration claim.   | 375.00 | 2.90  | 1,087.50 |
|            | PLR | Review Plan Recovery Analysis with Marc Ross.  | 375.00 | 1.20  | 450.00   |
|            | PLR | Receive and review correspondence regarding proposed changes to Settlement Order.  | 375.00 | 0.40  | 150.00   |
|            | PLR | Correspondence with Debtors and Bondholders regarding Plan discussions.  | 375.00 | 0.30  | 112.50   |
|            | PLR | Receive and review five (5) proposed orders from Attorney Roy Leaf regarding Hearing issues.   | 375.00 | 0.40  | 150.00   |
|            | PLR | Receive and review Motion to Reject Executory Contracts.   | 375.00 | 0.10  | 37.50    |
| 01/23/2024 | PLR | Review filed unsecured claims (1.3); correspond with Attorney Roy Leaf and Marc Ross regarding same (0.2).   | 375.00 | 1.50  | 562.50   |
|            | PLR | Correspond with Attorney Gainer regarding meeting of pension professionals and UCC professionals.  | 375.00 | 0.30  | 112.50   |
|            | PLR | Receive and review several Court Orders.   | 375.00 | 0.40  | 150.00   |
| 01/24/2024 | PLR | Receive and review two (2) Monthly Operating Reports.  | 375.00 | 0.80  | 300.00   |
|            | PLR | Receive and review Pension Plan Census Information, Consolidated Annual Asset Statement, and Restated Pension Plan documents (2.2); e-mail correspondence with Marc Ross regarding analysis of same (0.5). | 375.00 | 2.70  | 1,012.50 |
| 01/25/2024 | PLR | Correspond with Marc Ross regarding Plan census.   | 375.00 | 0.50  | 187.50   |
|            | PLR | Receive and review draft administrative bar date materials, including instructions, Motion to Set Administration Bar Date, and Claim Form.   | 375.00 | 1.10  | 412.50   |
|            | PLR | Review calculations and draft Pensioners' Administrative Claim.  | 375.00 | 1.20  | 450.00   |
| 01/28/2024 | PLR | Review correspondence from Debtors, UCC, regarding Administrative Bar Date (0.4); revise Administrative Bar Date materials (0.3).  | 375.00 | 0.70  | 262.50   |

Statement Date: 05/23/2024  
Statement No. 123268  
Account No. 100082.0

Mercy Pensioners Committee

|            |     |  | Rate   | Hours |           |
|------------|-----|--|--------|-------|-----------|
| 01/29/2024 | PLR | Receive and review e-mail correspondence from Debtors' attorneys regarding open pension issues, including future administrator, administrative claim, and underfunded claim (0.4); draft response to same (0.5). | 375.00 | 0.90  | 337.50    |
| 01/30/2024 | PLR | Correspond with Marc Ross regarding proposed "two trust solution."   | 375.00 | 0.60  | 225.00    |
|            | PLR | Work on claim analysis regarding Pension Aggregate Claim.  | 375.00 | 2.60  | 975.00    |
|            | PLR | Receive and review additional changes to Administrative Claim materials.   | 375.00 | 0.20  | 75.00     |
|            | PLR | Receive and review correspondence from Debtors regarding Progressive Rehabilitation Associates.  | 375.00 | 0.20  | 75.00     |
|            | PLR | Receive and review Proposed Orders from Debtors.   | 375.00 | 0.20  | 75.00     |
| 01/31/2024 | PLR | Participate in continuing Plan discussions with Attorney Roy Leaf.   | 375.00 | 0.50  | 187.50    |
|            | PLR | Telephone call with Debtors' professionals and Bondholders' professionals regarding Plan discussions.  | 375.00 | 0.70  | 262.50    |
|            | PLR | Attention to suggested terms and Pension proposed edits.   | 375.00 | 1.10  | 412.50    |
|            |     | For Current Services Rendered  |        | 71.40 | 25,852.50 |

Recapitulation

| Timekeeper          | Hours | Rate     | Total       |
|---------------------|-------|----------|-------------|
| Paula L Roby        | 67.30 | \$375.00 | \$25,237.50 |
| Ashley Nicole Sharp | 0.70  | 150.00   | 105.00      |
| Julie G. Quist      | 3.40  | 150.00   | 510.00      |

Total Current Work 25,852.50

Previous Balance \$46,878.24

Payments

|            |  |                    |
|------------|--|--------------------|
| 05/02/2024 | Wire received for 80% of fees from Statement 123219. Statement amount is \$25,680.00, 80% is \$20,544.00.                        | -20,544.00         |
| 05/02/2024 | Wire received for 80% of fees & 100% of expenses (\$70.74) from Statement 123220. Total fees are \$21,127.50, 80% = \$16,902.00. | -16,972.74         |
|            | Total Payments   | -37,516.74         |
|            | Balance Due  | <u>\$35,214.00</u> |

Please make all checks payable to Day Rettig Martin, P.C. Thank you.

**Mercy Pensioners Committee**

**SUMMARY OF SERVICE BY PROJECT**

January 1-31, 2024

**B. Case Administration**

| Date           | Tmkpr | Time       | Amount          | Description  |
|----------------|-------|------------|-----------------|--|
| 01/11/24       | PLR   | 0.3        | 112.50          | Review proposed language of Sale Proceeds Distribution.  |
| 01/11/24       | PLR   | 0.5        | 187.50          | Receive and review responses from pensioners regarding case status and upcoming hearing.   |
| 01/12/24       | PLR   | 0.3        | 112.50          | Attention to Altera negotiation status.  |
| 01/12/24       | PLR   | 1.3        | 487.50          | Work on Pensioners' Position Statement for Motion to Compel Contractual Performance Under Altera Agreement.                                |
| 01/14/24       | PLR   | 0.2        | 75.00           | Attention to discovery requests from Altera.   |
| 01/16/24       | JGQ   | 0.2        | 30.00           | Draft e-mail to Pensioners containing Zoom meeting information; prepare documents for meeting.   |
| 01/16/24       | PLR   | 0.1        | 37.50           | Attention to Notice Setting Hearing.   |
| 01/17/24       | ANS   | 0.7        | 105.00          | Download and review all Proofs of Claim for Attorney Paula Roby.   |
| 01/17/24       | JGQ   | 0.5        | 75.00           | Prepare documents for meeting with Attorney Paula Roby and Marc Ross.  |
| 01/22/24       | PLR   | 0.4        | 150.00          | Receive and review five (5) proposed orders from Attorney Roy Leaf regarding hearing issues.   |
| 01/25/24       | PLR   | 1.1        | 412.50          | Receive and review draft administrative bar date materials, including instructions, Motion to Set Administration Bar Date, and Claim Form. |
| 01/25/24       | PLR   | 1.2        | 450.00          | Review calculations and draft Pensioners' Administrative Claim.  |
| 01/28/24       | PLR   | 0.7        | 262.50          | Review correspondence from Debtors, UCC, regarding administrative bar date (0.4); revise administrative bar date materials (0.3).          |
| 01/30/24       | PLR   | 0.2        | 75.00           | Receive and review additional changes to administrative claim materials.   |
| 01/30/24       | PLR   | 0.2        | 75.00           | Receive and review Proposed Orders from Debtors.   |
| <b>Totals:</b> |       | <b>7.9</b> | <b>2,647.50</b> |  |

**C. Court Hearings**

| Date           | Tmkpr | Time       | Amount          | Description  |
|----------------|-------|------------|-----------------|--|
| 01/08/24       | PLR   | 0.8        | 300.00          | Review of documents, determination regarding filing of Official Committee of Pensioners' Witness & Exhibit List. |
| 01/19/24       | PLR   | 2.1        | 787.50          | Prepare for hearing.   |
| 01/20/24       | PLR   | 1.4        | 525.00          | Continue preparations for hearing, including witness exam outlines, and Altera issues.                           |
| 01/22/24       | PLR   | 3.0        | 1,125.00        | Prepare for and attend hearing on Cash Management Motion, Objection to Sale Order and other Motions.             |
| <b>Totals:</b> |       | <b>7.3</b> | <b>2,737.50</b> |  |

**D. Employment and Fee Applications**

| Date           | Tmkpr | Time       | Amount        | Description  |
|----------------|-------|------------|---------------|--|
| 01/08/24       | JGQ   | 0.4        | 60.00         | Begin draft of Application to Employ HBM Management Associates (Marc Ross) as Financial Advisor for Official Committee of Pensioners.  |
| 01/10/24       | JGQ   | 1.5        | 225.00        | Finish draft of Application to Employ HBM Management Associates, proposed Order, and Declaration of Disinterestedness; send same to Attorney Paula Roby and to Marc Ross for review and signature; contact Bankruptcy Clerk regarding same.  |
| 01/10/24       | PLR   | 0.4        | 150.00        | Review and approve for filing Application to Employ HBM as Financial Advisor for Official Committee of Pensioners.   |
| 01/11/24       | JGQ   | 0.3        | 45.00         | Receive and review Marc Ross' edits to Application to Employ HBM Management Associates, proposed Order, and Declaration of Disinterestedness; send to Attorney Paula Roby for final review; finalize.  |
| 01/15/24       | JGQ   | 0.5        | 75.00         | Request, receive, review signed Declaration of Disinterestness of Marc Ross; finalize and file same with Application to Employ HBM Management as Financial Advisor for Official Committee of Pensioners with the Court; submit to the Court. |
| <b>Totals:</b> |       | <b>3.1</b> | <b>555.00</b> |  |

**G. Meetings and Communications with Professionals**

| Date     | Tmkpr | Time | Amount   | Description  |
|----------|-------|------|----------|--|
| 01/03/24 | PLR   | 0.2  | 75.00    | E-mail with Attorney Roy Leaf regarding updates; telephone call regarding same.  |
| 01/03/24 | PLR   | 0.2  | 75.00    | Receive and review update on Financial Advisors call.  |
| 01/05/24 | PLR   | 0.3  | 112.50   | Telephone call with Attorney Roy Leaf regarding pending pension matters, including future administrator.   |
| 01/06/24 | PLR   | 0.5  | 187.50   | Review and approve correspondence from Official Committee of Pensioners to all pensioners (0.3); telephone call with Committee member Jodi Gunn (0.2).                           |
| 01/08/24 | PLR   | 0.4  | 150.00   | Phone call with Marc Ross regarding proposed Waterfall.  |
| 01/08/24 | PLR   | 0.1  | 37.50    | E-mail with Attorney Roy Leaf regarding scheduling a meeting.  |
| 01/08/24 | PLR   | 0.4  | 150.00   | Correspondence with Committee regarding a response to questions from a pensioner.  |
| 01/08/24 | PLR   | 0.6  | 225.00   | Correspondence regarding pension census and discrepancies.   |
| 01/09/24 | PLR   | 0.3  | 112.50   | E-mail with Marc Ross regarding upcoming hearing.  |
| 01/09/24 | PLR   | 0.2  | 75.00    | E-mail with Attorney Dan Simon regarding Altera.   |
| 01/09/24 | PLR   | 0.5  | 187.50   | Receive and review correspondence between Debtor and Altera.   |
| 01/10/24 | PLR   | 1.6  | 600.00   | Prepare for and participate in conference call with Marc Ross and Pensioners Committee (1.3); follow up call with Mark Ross post-meeting (0.3)                                   |
| 01/10/24 | PLR   | 0.7  | 262.50   | Correspondence with Attorney Roy Leaf regarding documents still needed (0.3); correspondence with Official Committee of Pensioners regarding same (0.4).                         |
| 01/11/24 | PLR   | 0.2  | 75.00    | Receive and review correspondence from Altera regarding disputed issues.   |
| 01/11/24 | PLR   | 0.3  | 112.50   | Telephone call with Attorney Roy Leaf regarding Alterna.   |
| 01/11/24 | PLR   | 0.3  | 112.50   | Correspondence with Attorney Megan Preusker regarding Sale Proceeds Distribution issues.   |
| 01/11/24 | PLR   | 0.6  | 225.00   | Telephone call with Official Committee of Pensioners regarding case status and upcoming hearing (0.4); receive and review correspondence to pensioners from the Committee (0.2). |
| 01/12/24 | PLR   | 0.4  | 150.00   | Receive and review correspondence from Attorney Roy Leaf with attached Proposed Orders.  |
| 01/14/24 | PLR   | 0.3  | 112.50   | Receive and review correspondence from Attorney Carroll regarding ongoing Altera dispute.  |
| 01/14/24 | PLR   | 0.2  | 75.00    | Correspondence from Jim Porter regarding budgeting.  |
| 01/15/24 | PLR   | 0.5  | 187.50   | Phone call with Marc Ross regarding Waterfall and planning.  |
| 01/16/24 | PLR   | 2.6  | 975.00   | Meet with Marc Ross regarding Plan and next steps.   |
| 01/16/24 | PLR   | 2.0  | 750.00   | Participate in Mercy Pensioners Committee Meeting.   |
| 01/16/24 | PLR   | 0.7  | 262.50   | Receive and review correspondence from Attorney Roy Leaf regarding Progressive Physical Therapy Sale with attached Purchase Agreement.   |
| 01/16/24 | PLR   | 0.4  | 150.00   | Correspondence with Attorney Larry Eide regarding undisclosed exhibits.  |
| 01/16/24 | PLR   | 0.4  | 150.00   | Receive and review correspondence with Attorney Carroll regarding requested documents.   |
| 01/17/24 | PLR   | 1.9  | 712.50   | Meet with Marc Ross and Attorney Roy Leaf regarding Plan.  |
| 01/17/24 | PLR   | 0.4  | 150.00   | Telephone call with Marc Ross regarding draft Plan from Bondholder Representatives.  |
| 01/17/24 | PLR   | 0.2  | 75.00    | Correspondence with Attorney Roy Leaf regarding Exclusivity Motion and Objection thereto continuing hearing.   |
| 01/18/24 | PLR   | 0.6  | 225.00   | Telephone call with Marc Ross regarding Financial Advisor update call.   |
| 01/18/24 | PLR   | 0.5  | 187.50   | Telephone call with Attorneys Roy Leaf and Dan Simon regarding Altera.   |
| 01/18/24 | PLR   | 0.4  | 150.00   | Telephone call with Marc Ross regarding Order on Application to Employ HBM Management and regarding Plan issues.   |
| 01/19/24 | PLR   | 1.1  | 412.50   | Prepare for and participate in conference call with Marc Ross and Bondholder Professionals regarding proposed Plan and the 01/22/24 hearing.                                     |
| 01/19/24 | PLR   | 0.5  | 187.50   | Telephone call with Attorneys Andrew Sherman and Robert Gainer regarding Proposed Plan and unsecured creditor issues.  |
| 01/19/24 | PLR   | 0.5  | 187.50   | Telephone call with Attorneys Roy Leaf and Dan Simon regarding Altera.   |
| 01/19/24 | PLR   | 0.2  | 75.00    | Receive and review correspondence from Attorney Roy Leaf regarding Proposed Orders, including attachments.   |
| 01/19/24 | PLR   | 0.4  | 150.00   | Correspondence with Altera attorneys regarding additional documents requested.   |
| 01/21/24 | PLR   | 0.3  | 112.50   | Phone call with Marc Ross regarding Plan and Altera Settlement.  |
| 01/21/24 | PLR   | 0.7  | 262.50   | Receive and review e-mail from Attorney Dan Simon regarding Altera Settlement Agreement (0.4); correspondence with Marc Ross regarding Settlement hearing (0.3).                 |
| 01/22/24 | PLR   | 2.9  | 1,087.50 | Meeting with Marc Ross regarding next steps, administrative claim.   |
| 01/22/24 | PLR   | 0.4  | 150.00   | Receive and review correspondence regarding proposed changes to Settlement Order.  |
| 01/22/24 | PLR   | 0.3  | 112.50   | Correspondence with Debtors and Bondholders regarding Plan discussions.  |



|                |     |             |                  |  |
|----------------|-----|-------------|------------------|--|
| 01/23/24       | PLR | 0.2         | 75.00            | Correspond with Attorney Roy Leaf and Marc Ross regarding filed unsecured claims.  |
| 01/23/24       | PLR | 0.3         | 112.50           | Correspond with Attorney Gainer regarding meeting of pension professionals and UCC professionals.  |
| 01/24/24       | PLR | 0.5         | 187.50           | E-mail correspondence with Marc Ross regarding analysis of Pension Plan Census Information, Consolidated Annual Asset Statement, and Restated Pension Plan documents.  |
| 01/25/24       | PLR | 0.5         | 187.50           | Correspond with Marc Ross regarding plan census.   |
| 01/29/24       | PLR | 0.9         | 337.50           | Receive and review e-mail correspondence from Debtors' attorneys regarding open pension issues, including future administrator, administrative claim, and underfunded claim (0.4); draft response to same (0.5). |
| 01/30/24       | PLR | 0.6         | 225.00           | Correspond with Marc Ross regarding proposed "two trust solution."   |
| 01/30/24       | PLR | 0.2         | 75.00            | Receive and review correspondence from Debtors regarding Progressive Rehabilitation Associates.  |
| 01/31/24       | PLR | 0.5         | 187.50           | Participate in continuing Plan discussions with Attorney Roy Leaf.   |
| 01/31/24       | PLR | 0.7         | 262.50           | Telephone call with Debtors' professionals and Bondholders' professionals regarding Plan discussions.  |
| <b>Totals:</b> |     | <b>30.6</b> | <b>11,475.00</b> |  |

#### H. Pension Analysis

| Date           | Tmkpr | Time       | Amount          | Description   |
|----------------|-------|------------|-----------------|---|
| 01/08/24       | PLR   | 0.6        | 225.00          | Receive and review historical pension funding numbers.  |
| 01/08/24       | PLR   | 0.5        | 187.50          | Attention to questions from a pensioner forwarded by the Official Committee of Pensioners.                                    |
| 01/24/24       | PLR   | 2.2        | 825.00          | Receive and review Pension Plan Census Information, Consolidated Annual Asset Statement, and Restated Pension Plan documents. |
| 01/30/24       | PLR   | 2.6        | 975.00          | Work on claim analysis regarding pension aggregate claim.   |
| 01/31/24       | PLR   | 1.1        | 412.50          | Attention to suggested terms and Pension proposed edits.  |
| <b>Totals:</b> |       | <b>7.0</b> | <b>2,625.00</b> |   |

#### I. Plan and Disclosure Statement

|                |     |            |                 |   |
|----------------|-----|------------|-----------------|---|
| 01/16/24       | PLR | 1.3        | 487.50          | Receive and review Debtors' draft Plan estimates.                 |
| 01/17/24       | PLR | 1.9        | 712.50          | Draft Plan from Bondholder Representatives.                       |
| 01/17/24       | PLR | 1.7        | 637.50          | Make revisions to the draft Plan from Bondholder Representatives. |
| 01/22/24       | PLR | 1.2        | 450.00          | Review Plan Recovery Analysis with Marc Ross.                     |
| <b>Totals:</b> |     | <b>6.1</b> | <b>2,287.50</b> |   |

#### J. Review Pleadings

| Date     | Tmkpr | Time | Amount | Description   |
|----------|-------|------|--------|---|
| 01/05/24 | PLR   | 0.2  | 75.00  | Receive and review Notice of Ordinary Course payments.  |
| 01/08/24 | PLR   | 1.5  | 562.50 | Receive and review Debtors' Exhibit List (0.5), UCC's Exhibit List (0.5), and Bondholders' Exhibit List (0.5).  |
| 01/11/24 | PLR   | 1.2  | 450.00 | Receive and review Notice of Proposed Use, Sale or Lease of Property Outside of the Normal Course of Business Revised Cure Costs; and Motion for Entry of an Order Authorizing and Directing the Distribution of Proceeds from the Sale of the Debtors' Assets. |
| 01/12/24 | PLR   | 0.1  | 37.50  | Receive and review Notice of Hearing Re: Motion for Entry of an Order Authorizing and Directing the Distribution of Proceeds from the Sale of the Debtors' Assets.  |
| 01/12/24 | PLR   | 0.2  | 75.00  | Receive and review Motion to Sell regarding Altera.   |
| 01/12/24 | PLR   | 0.3  | 112.50 | Receive and review Objection by Debtors to Altera Motion.   |
| 01/12/24 | PLR   | 0.4  | 150.00 | Receive and review Motion to Compel Contractual Performance Under Altera Agreement.   |
| 01/12/24 | PLR   | 1.3  | 487.50 | Receive and review several objections to Motion to Sell.  |
| 01/12/24 | PLR   | 0.2  | 75.00  | Receive and review Ombudsman Report.  |
| 01/16/24 | PLR   | 0.1  | 37.50  | Receive and review Notice of Continuation of Hearing of Final Cash Collateral Order and Revised Notice of January 22, 2024 Hearing.   |
| 01/16/24 | PLR   | 0.3  | 112.50 | Receive and review Altera's Witness & Exhibit List.   |
| 01/16/24 | PLR   | 0.2  | 75.00  | Receive and review Notice of Continuation regarding Cash Collateral.  |
| 01/16/24 | PLR   | 0.1  | 37.50  | Receive and review Order Limiting Notice.   |
| 01/17/24 | PLR   | 0.2  | 75.00  | Receive and review Notice of Hearing Re: Motion for Use of Cash Collateral.   |
| 01/18/24 | PLR   | 0.1  | 37.50  | Receive and review Order on Application to Employ HBM Management.   |

|                |     |            |                 |  |
|----------------|-----|------------|-----------------|--|
| 01/19/24       | PLR | 0.4        | 150.00          | Receive and review Motion to Continue Exclusivity Hearing (0.1), Motion to Seal (0.2), and Order regarding same (0.1). |
| 01/22/24       | PLR | 0.1        | 37.50           | Receive and review Motion to Reject Executory Contracts.   |
| 01/23/24       | PLR | 1.3        | 487.50          | Review filed unsecured claims.   |
| 01/23/24       | PLR | 0.4        | 150.00          | Receive and review several Court Orders.   |
| 01/24/24       | PLR | 0.8        | 300.00          | Receive and review two (2) Monthly Operating Reports.  |
| <b>Totals:</b> |     | <b>9.4</b> | <b>3,525.00</b> |  |

|      |                    |                  |
|------|--------------------|------------------|
| All: | <b>Hrs to Bill</b> | <b>Amount</b>    |
|      | <b>71.4</b>        | <b>25,852.50</b> |

|                 |                  |
|-----------------|------------------|
| <b>Fees 80%</b> | <b>20,682.00</b> |
| <b>Expenses</b> | <b>0.00</b>      |

|                     |                  |
|---------------------|------------------|
| <b>Grand Total:</b> | <b>20,682.00</b> |
|---------------------|------------------|